

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
Debtors) Case No. 08-13555 (JMP)
(Jointly Administered)
-----X

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Centerbridge Special Credit Partners, L.P.
Name of Transferee

The Royal Bank of Scotland plc
Name of Transferor

Name and Address where notices to
transferee should be sent:

Lisa Murray
375 Park Avenue
13th Floor
New York, NY 10152
Phone number: 212-672-4617
Fax number: 646-652-5342

Scott Hopson
Phone number: 212-672-4626
Fax number: 212-672-5004 & 212-672-
4526

With a copy to:
Andrews Kurth LLP
450 Lexington Avenue
New York, NY 10017
Attn: David Hoyt

Case No. 08-13555
Court Claim # (if known): 66010
Amount of Claim: \$505,553.46
Date Claim Filed: 12/24/2009

Court Claim # (if known): 66011
Amount of Claim: \$249,813.25
Date Claim Filed: 12/24/2009

Court Claim # (if known): 66009
Amount of Claim: \$448,413.35
Date Claim Filed: 12/24/2009

Court Claim # (if known): 66008
Amount of Claim: \$306,968.24
Date Claim Filed: 12/24/2009

Court Claim # (if known): 66012
Amount of Claim: \$44,651.71
Date Claim Filed: 12/24/2009

FORM OF EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, The Royal Bank of Scotland plc ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Centerbridge Special Credit Partners, L.P. ("Purchaser") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claims (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) as listed and described in Schedule A hereto, (the "Claims") in the amounts set forth therein, against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") and the relevant portion of any and all proofs of claim filed by Seller or its predecessor-in-interest with the Bankruptcy Court in respect of the Claims.

Seller hereby waives any objection to the transfer of the Claims to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the Claims, recognizing Purchaser as the sole owner and holder of the Claims, and directing that all payments or distributions of money or property in respect of the Claims be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this 22 day of April 2011.


THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By: 

Name: Christopher M. Aitkin
Title: Authorized Signatory

CENTERBRIDGE SPECIAL CREDIT
PARTNERS, L.P.

By: 
Name: Richard Brissinger
Title: Authorized Signatory

SCHEDULE A

<u>Predecessor-in-Title</u>	<u>Seller</u>	<u>Proof of Claim Number</u>	<u>Claim Amount</u>
T. BOONE PICKENS	The Royal Bank of Scotland plc ("RBS")	66010	\$505,553.46
BP CAPITAL ENERGY FUND LP	RBS	66011	\$249,813.25
BP CAPITAL ENERGY EQUITY FUND, L.P.	RBS	66009	\$448,413.35
BP CAPITAL ENERGY EQUITY FUND MASTER II, L.P.	RBS	66008	\$306,968.24
BP CAPITAL ENERGY EQUITY INTERNATIONAL HOLDINGS I, L.P.	RBS	66012	\$44,651.71